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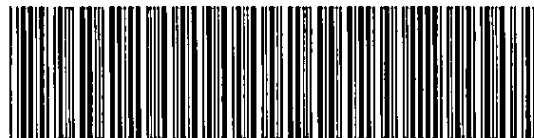
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JUN 21 2019

FILED
2019 JUN -5 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FL

merger



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nelsonmullins.com
In Florida, known as Nelson Mullins Broad and Cassel

June 4, 2019

Via Federal Express

Florida Department of State
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Merger
Doyle Insurance Planning, Inc. – Doyle Insurance, Inc.

Dear Sir or Madam:

Enclosed are the Articles of Merger and the Plan of Merger for the above referenced entities. Our check in the amount of \$70.00 is also enclosed for the filing fee.

If you have any questions, please contact me. Thank you for your assistance.

Sincerely,

NELSON MULLINS BROAD AND CASSEL

A handwritten signature in black ink that reads "Jennifer A. Watkins".

Jennifer A. Watkins, ACP, FRP
Paralegal

JW/bhs
Enclosures

ARTICLES OF MERGER
OF
DOYLE INSURANCE PLANNING, INC., A FLORIDA CORPORATION, P02000131303
WITH AND INTO
DOYLE INSURANCE, INC., A FLORIDA CORPORATION P13000004435

In accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes, the undersigned corporations executed the following Articles of Merger:

1. **FIRST:** The name and jurisdiction of the surviving corporation is Doyle Insurance, Inc., a Florida corporation.
2. **SECOND:** The name and jurisdiction of the merging corporation is Doyle Insurance Planning, Inc., a Florida corporation.
3. **THIRD:** The Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.
4. **THIRD:** The name of the surviving corporation is Doyle Insurance, Inc., a Florida corporation.
5. **FOURTH:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.
6. **FIFTH:** The Agreement and Plan of Merger is on file at the place of business of the surviving limited partnership, which is 840 US Highway One, Suite 435, North Palm Beach, Florida 33408.
7. **SIXTH:** A copy of the Plan of Merger will be furnished by the surviving corporation on request, without cost, to any shareholder of either constituent corporation.

[Signature Page Follows.]

FILED
2019 JUN -5 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FL

IN WITNESS WHEREOF, these Articles of Merger have been executed by the duly authorized representatives of the constituent corporations this 1st day of June, 2019.

MERGING ENTITY:

DOYLE INSURANCE PLANNING, INC.
a Florida corporation

By: 

Name: Craig A. Doyle

Title: President

SURVIVING ENTITY:

DOYLE INSURANCE, INC.
a Florida corporation

By: 

Name: James J. Doyle

Title: President

By: 

Name: Kelly M. Doyle

Title: Secretary

PLAN OF MERGER

THIS PLAN OF MERGER (this "Plan"), adopted effective as of June 1, 2019, by and between DOYLE INSURANCE PLANNING, INC., a Florida corporation ("Merged Entity") and, DOYLE INSURANCE, INC., a Florida corporation ("Surviving Entity"); Merged Entity and Surviving Entity hereinafter collectively referred to as the "Merging Entities").

WITNESSETH:

WHEREAS, Surviving Entity was formed by the filing of Articles of Incorporation with the Secretary of State of the State of Florida effective as of January 11, 2013 (the "Articles of Incorporation"); and

WHEREAS, the sole shareholder of Merged Entity and the shareholders of the Surviving Entity have determined that the transactions as herein described (the "Merger") are in the best interests of the Merging Entities, and have approved, authorized, and consented to the Merger of Merged Entity into Surviving Entity, pursuant to the plan set forth herein and in the manner prescribed by applicable Florida law.

NOW, THEREFORE, in consideration of the foregoing premises and the mutual representations, warranties, and covenants herein contained, and subject to the terms and conditions as set forth in this Plan, the parties agree as follows:

ARTICLE I **MERGER**

Upon the terms and subject to the conditions set forth in this Plan, and in accordance with Chapter 607, Florida Statutes, effective upon the filing of the Articles of Merger with the Secretary of State of the State of Florida (the "Effective Date"), Merged Entity shall be merged into Surviving Entity.

ARTICLE II **NAME AND JURISDICTION OF SURVIVING ENTITY**

The name of Surviving Entity shall be DOYLE INSURANCE, INC., and its jurisdiction of organization is Florida.

ARTICLE III **CONVERSION OF INTERESTS**

(a) Upon the Effective Date, by virtue of the Merger and without further action on the part of the holder, each shareholder interest in Surviving Entity outstanding on the Effective Date of the Merger shall remain outstanding and unchanged.

(b) Upon the Effective Date, by virtue of the Merger and without further action on the part of the shareholders thereof, each shareholder interest in Merged Entity shall be automatically cancelled. Upon the Effective Date, the shareholder interest of the Merged Entity shall be converted into a 16.6% share interest in the Surviving Entity.

ARTICLE IV
TERMS AND CONDITIONS

The terms and conditions of this Merger are as follows:

(a) The Articles of Incorporation and By-Laws of Surviving Entity in effect as of the Effective Date shall remain in effect and unchanged as a result of the Merger.

(b) Surviving Entity shall pay all expenses incident to the Merger.

(c) Upon the Effective Date, the separate existence of Merged Entity shall cease, and Merged Entity shall be merged into Surviving Entity, in accordance with the provisions hereof and the laws of the State of Florida. After the Merger, Surviving Entity shall possess all the rights, privileges, immunities, powers, and franchises of a public and a private nature, and shall be subject to all the restrictions, disabilities, and duties of Merged Entity. Upon the Effective Date, title to all property, whether real, personal and mixed, tangible and intangible, and all debts due to Merged Entity shall be vested in Surviving Entity, and the title to any real estate, whether by deed or otherwise, vested in Merged Entity shall not revert or be in any way impaired by reason of this Merger, provided that all rights of creditors and all liens upon the property of Merged Entity shall be preserved unimpaired; and all debts, liabilities, and duties of Merged Entity shall thenceforth attach to Surviving Entity and may be enforced against it to the same extent as if said debts, liabilities, and duties had been incurred or contracted by Surviving Entity.

(d) If, at any time, Surviving Entity shall deem it advisable that any further assignments or assurances in law or any things necessary or desirable to vest in Surviving Entity, according to the terms hereof, the title to any property or rights of Merged Entity, the proper officers or shareholders of Merged Entity shall execute and make all such proper assignments and assurances and do all things necessary and proper to vest title in such property or rights in Surviving Entity, and to otherwise to carry out the purposes of this Plan.

ARTICLE V
APPROVAL OF MERGER AND MANAGER

The parties do hereby acknowledge and confirm as follows:

(a) This Plan has been duly adopted and approved by the sole shareholder of Merged Entity in accordance with Section 607.1101 of the Florida Business Corporation Act, and the President of Merged Entity has been authorized and directed to execute, deliver, and file this Plan.

(b) This Plan has been duly adopted and approved by the shareholders of Surviving Entity pursuant to Section 607.1101 of the Florida Business Corporation Act, and the President of Surviving Entity has been authorized and directed to execute, deliver, and file this Plan.

(c) The name and address of the President of Surviving Entity is 840 US Hwy. One, Suite 435, North Palm Beach, Florida 33480.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties hereto have duly executed this Plan as of the day and year first above written.

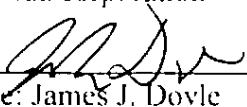
MERGED ENTITY:


DOYLE INSURANCE PLANNING, INC.,
a Florida corporation

By: 
Name: Craig A. Doyle
Title: President

SURVIVING ENTITY:

DOYLE INSURANCE, INC.,
a Florida corporation

By: 
Name: James J. Doyle
Title: President

By: 
Name: Kelly M. Doyle
Title: Secretary